

*WC 09-27***DOCKET FILE COPY ORIGINAL**

February 24, 2009

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

**STAMP & RETURN  
FILED/ACCEPTED****FEB 24 2009**Federal Communications Commission  
Office of the Secretary

RE: Nevada Utilities, Inc. and Nevada Telecom Solutions, Request for Special Temporary Authority to Operate Pending Approval of Domestic Section 214 Application for Transfer of Control

Dear Ms. Dortch:

Nevada Utilities, Inc. ("Nevada Utilities") and its shareholders (collectively "Transferor"), and Nevada Telecom Solutions ("NTS") and its shareholders (collectively "Transferee") (Transferor and Transferee together the "Parties"), hereby request Special Temporary Authority ("STA") for Nevada Utilities to continue to provide telecommunications services pending Commission approval of the Parties' application for Commission consent to the transfer of control of Nevada Utilities to Transferee, filed simultaneously herewith ("Application").

Nevada Utilities, a Nevada corporation, is an existing Competitive Local Exchange Carrier providing resold interstate long-distance service in the greater Las Vegas, Nevada area. NTS, a Nevada corporation, is a holding company formed for the purpose of acquiring 100 percent of the stock of Nevada Utilities. On April 26, 2008, the Applicants consummated a Stock Purchase Agreement ("Agreement"), pursuant to which Transferee acquired all of the outstanding shares of Transferor, and Nevada Utilities became a wholly-owned subsidiary of NTS. Unaware of the domestic Section 214 application and approval obligations at the Commission, Applicants consummated the Agreement prior to obtaining the Commission's consent to the transfer of control contemplated therein. Applicants deeply regret this oversight. Upon being informed of their obligations by counsel, Applicants have promptly taken steps to come into compliance with the Commission's Rules by filing the Application as well as the instant STA.

Because the transaction was a stock sale, it was completely transparent and did not result in a reduction or impairment of service to Nevada Utilities' customers. Grant of the instant STA request will serve the public interest as it will ensure no interruption of service, no inconvenience to customers, and no diminution in the availability of competitive local services. NTS has the technical, financial and managerial capabilities to ensure the continuing provision of quality service to Nevada Utilities' customers.

Applicants acknowledge that grant of the requested STA will not prejudice any action the Commission may take on the Application and that, once granted, the STA may be revoked on the Commission's own notice, without hearing. Applicants further acknowledge that grant of an STA and the Application will not preclude enforcement action.

Should there be any questions in regard hereto, please communicate with the undersigned.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Michelle Cohen".

Michelle Cohen

February 24, 2009

VIA MESSENGER

US BANK/FCC FEB 27 2009

**STAMP & RETURN**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
c/o US Bank – Government Lockbox 979091  
SL-MO-C2-GL  
St. Louis, MO 63101  
Attention: FCC Government Lockbox

VIA MESSENGER (courtesy copy)

Ms. Marlene Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

RE: Application of Nevada Utilities, Inc. and Nevada Telecom Solutions for Section 214  
Authority to Transfer Control of Domestic Authorizations

Dear Ms. Dortch:

On behalf of Nevada Utilities, Inc. ("Nevada Utilities") and Nevada Telecom Solutions ("NTS"), enclosed please find an original and six copies of an application for Section 214 authority to transfer control of Nevada Utilities' domestic authorizations in connection with the transfer of control of Nevada Utilities from its former shareholders to NTS. Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided.

Also enclosed please find a completed Fee Remittance Form 159 containing a valid AMEX credit card number and expiration date for payment, in the amount of \$965.00, to the Federal Communications Commission.

Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,



Michelle Cohen

Michelle.Cohen@ThompsonHine.com Phone 202.263.4151 Fax 202.331.8330

jcb 207472.1

**In the Matter of**  
**NEVADA UTILITIES, INC.**  
**and**  
**NEVADA TELECOM SOLUTIONS**  
**Application for Consent to Transfer of**  
**Control Pursuant to Section 214 of the**  
**Communications Act of 1934, as Amended**

**WC Docket No. 09-\_\_\_\_\_**

By undersigned counsel, and pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Sections 63.01, 63.03 and 63.04 of the Commission's Rules, 47 C.F.R. §§ 63.01, 63.03-63.04, Nevada Utilities, Inc. ("Nevada Utilities") and its former shareholders (collectively "Transferor"), and Nevada Telecom Solutions ("NTS") and its shareholders (collectively "Transferee") (Transferor and Transferee together the "Applicants"), hereby submit this application for Commission consent to the transfer of control of Nevada Utilities to Transferee ("Application").

On April 26, 2008, the Applicants consummated a Stock Purchase Agreement, pursuant to which Transferee purchased all of the outstanding shares of Nevada Utilities, and Nevada

Utilities became a wholly-owned subsidiary of NTS (the "Transaction").<sup>1</sup> Because the Transaction was a stock sale, it was completely transparent and did not result in a reduction or impairment of service to Nevada Utilities' customers. Grant of the instant Application will serve the public interest by ensuring no interruption of service, no inconvenience to customers, and no diminution in the availability of competitive local services.

As described below, Applicants respectfully request streamlined treatment of this Application pursuant to Section 63.03 of the Commission's Rules, 47 C.F.R. § 63.03.

Pursuant to Section 63.04 of the Commission's Rules, 47 C.F.R. § 63.04, Applicants hereby provide the following information:

**(1) Name, address and telephone number of each applicant:**

Transferor

Former Shareholders of Nevada Utilities, Inc.  
1700 South Main Street  
Las Vegas, NV 89104  
(702) 888-1018  
FRN: 0014886931

Transferee

Nevada Telecom Solutions  
1700 South Main Street  
Las Vegas, NV 89104  
(702) 888-1018

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<sup>1</sup> Unaware of the domestic Section 214 application and approval obligations at the Commission, Applicants consummated the Transaction prior to obtaining the Commission's consent to the transfer of control contemplated therein. Applicants deeply regret this oversight. Upon being informed of these obligations by counsel, Applicants have promptly taken steps to come into compliance with the Commission's Rules by filing the instant Application as well as a request for Special Temporary Authority to continue providing telecommunications services pending Commission approval of the Application.

**(2) Government, state or territory under the laws of which each corporate or partnership applicant is organized:**

Nevada Utilities and NTS are both corporations organized under the laws of the State of Nevada.

**(3) Name, title, post office address, and telephone number of the officer or contact point to whom correspondence concerning the application is to be addressed:**

Transferor

Former Shareholders of Nevada Utilities, Inc.  
1700 South Main Street  
Las Vegas, NV 89104  
TEL (702) 888-1018  
FAX (702) 531-5000  
Attn: Robert A. Jankovics

Transferee

Nevada Telecom Solutions  
1700 South Main Street  
Las Vegas, NV 89104  
TEL (702) 888-1018  
FAX (702) 531-5000  
Attn: Jack Pestaner, CEO  
cc: Diane Dayley, Executive Assistant

**(4) Name, address, citizenship and principal business of any person or entity that directly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities:**

Transferor

Prior to April 26, 2008, Nevada Utilities, a Nevada corporation, was a privately-held company. The persons or entities who held 10 percent or more of the shares of Nevada Utilities prior to consummation of the Transaction were as follows:

Name:	Robert Jankovics
Address:	365 Apple River Court Las Vegas, NV 89148
Citizenship:	US
Principal Business:	Investor
Ownership:	100% joint ownership with wife, Anita Jankovics

Name: Anita Jankovics  
Address: 365 Apple River Court, Las Vegas, NV 89148  
Citizenship: US  
Principal Business: Investor  
Ownership: 100% joint ownership with husband, Robert Jankovics

Transferee

NTS, a Nevada corporation, is a privately-held company. The persons or entities holding 10 percent or more of the shares of NTS are as follows:

Name: Jack Pestaner  
Address: 1700 S Main St  
Las Vegas, NV 89104  
Citizenship: U.S. Citizen  
Principal Business: Telecommunications Services  
Ownership: 33.33%

Name: Jason McLemore  
Address: 1700 S Main St  
Las Vegas, NV 89104  
Citizenship: U.S. Citizen  
Principal Business: Telecommunications Services  
Ownership: 33.33%

Name: Jason Koenders  
Address: 1700 S Main St  
Las Vegas, NV 89104  
Citizenship: U.S. Citizen  
Principal Business: Telecommunications Services  
Ownership: 33.33%

- (5) **Certification pursuant to 47 C.F.R. Sections 1.2001 through 1.2003 that no party to the application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.**

Pursuant to the provisions of Sections 1.2001 through 1.2003 of the Commission's Rules, 47 C.F.R. §§ 1.2001- 1.2003, the parties to this Application certify that none is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

**(6) Description of the Transaction:**

Pursuant to a Stock Purchase Agreement, NTS purchased all of the capital stock in Nevada Utilities from Nevada Utilities sole owners, Robert Jankovics and Anita Jankovics (collectively, the "Sellers"), both individuals residing in the State of Nevada. Under the Transaction, Nevada Utilities thus became a wholly-owned subsidiary of NTS. The Agreement contained representations, warranties and covenants of the parties that are standard for transactions of this type. In addition, there were indemnification, non-shop and non-compete covenants from the Sellers in favor of NTS and post-transaction Nevada Utilities, as well as a transfer of all fictitious firm names, service marks and the like.

Consummation of the Transaction was completely transparent and has had no impact on consumers. Nevada Utilities has continued to provide service under its existing name. Also, Nevada Utilities has continued to provide high-quality telecommunications services to its customers without interruption and without changes in rates, terms or conditions.

**(7) Description of the geographic areas in which the assignor and assignee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:**

Nevada Utilities provides CLEC services in the greater Las Vegas area today. Nevada Utilities has Interconnection Agreements with Central Telephone Company d/b/a Embarq and Nevada Bell d/b/a AT&T.

Nevada Utilities offers facilities based CLEC voice and data services in competition with the Incumbent LEC as well as a host of other competitive providers.

**(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:**

The Transaction is eligible for presumptive streamlined processing pursuant to Section 63.03(b)(1)(ii) of the Commission's Rules, 47 C.F.R. § 63.03(b)(1)(ii), because the Transferee, NTS, is not a telecommunications provider. Alternatively, the Transaction is eligible for presumptive streamlined processing under Section 63.03(b)(2)(i) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2)(i), as Nevada Utilities is not dominant with respect to any service, and NTS is not a carrier.

**(9) Identification of all other Commission applications related to the same transaction:**

None.



**(10) Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:**

No party to the Application is requesting special consideration because of imminent business failure.

**(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction:**

There are no separately filed waiver requests being sought in conjunction with the transaction.

**(12) Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets.**

The Transaction will serve the public interest by ensuring no interruption of service, no inconvenience to customers, and no diminution in the availability of competitive local services.

Further, NTS has the technical, financial and managerial capabilities to ensure the continuing provision of quality service to Nevada Utilities' customers. The three shareholders of NTS, Jack Pestaner, Jason McLemore, and Jason Koenders, all participate as active managers of NTS and of Nevada Utilities. Mr. Pestaner is the CEO of NTS. Mr. Koenders, COO, and Mr. McLemore, CTO, have executive responsibilities for customer service, engineering, sales, operations, and human resources for both NTS and Nevada Utilities. Current staff of Nevada Utilities (including Mr. McLemore) have been retained, providing continuity of billing, customer service, provisioning, and installation. Services will continue to be provided from the Las Vegas location, with executive officers on site.

Mr. Pestaner has served the Nevada Utilities and related companies as a consultant since 2003, spending more than 3000 hours on site during this period. For example, Mr. Pestaner has worked with Nevada Utilities to introduce new products and expand service into new market segments, such as business high speed data and T1-based business service. Mr. Pestaner has a strong working knowledge of Nevada Utilities' operations, and a strong working relationship with Nevada Utilities' prior owners.

Mr. McLemore currently leads the Engineering and Operations departments at Nevada Utilities. Mr. McLemore has been with Nevada Utilities since 2001, and was responsible for building the facilities-based network that is in place today, which allowed the conversion of 20,000 resale customers on-net. As Nevada Utilities grew and began to expand into the data service market, Mr. McLemore became responsible for developing data products and the infrastructure to support these services. These data and VoIP products have become a significant and growing portion of Nevada Utilities' customer base, and they are in high demand by medium and small businesses, which generally are underserved by the large

competitors.

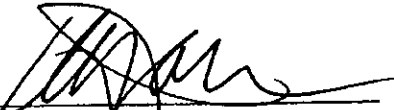
Mr. Koenders has over 15 years in telecommunications with over nine years in managerial and executive leadership roles. Currently, he is responsible for financial management at Nevada Utilities, which includes budget preparation, tracking, and reporting. Other key areas of responsibility include network planning, IT systems support and development, regulatory support, and operational support.

Based on NTS's technical, financial and managerial capabilities, the transfer of control of Nevada Utilities to NTS is in the public interest. Accordingly, Applicants respectfully request that the Commission grant the Application as soon as practicable.

Respectfully submitted on behalf of Transferor:

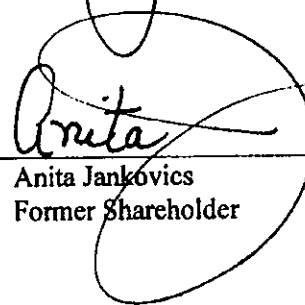
NEVADA UTILITIES, INC.

By:



Robert Jankovics  
Former Shareholder

By:



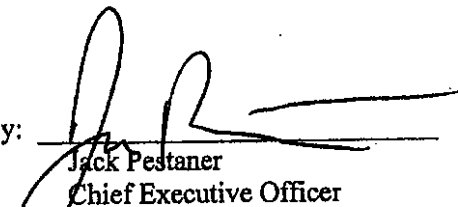
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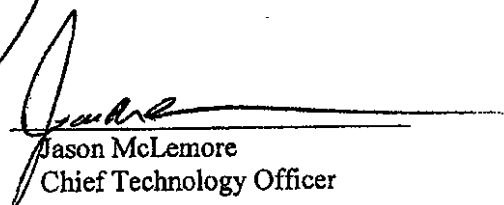
Anita Jankovics  
Former Shareholder

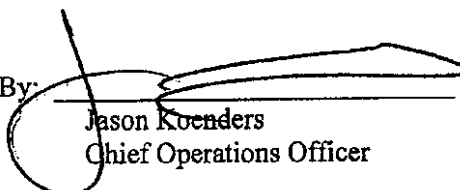
February 24 2009

Respectfully submitted on behalf of Transferee:

**NEVADA TELECOM SOLUTIONS**

By:   
Jack Pestaner  
Chief Executive Officer

By:   
Jason McLemore  
Chief Technology Officer

By:   
Jason Koenders  
Chief Operations Officer

February 24, 2009